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F I L E D

Clerk of the Superior Court

AUG 03 2006

By: K SANDOVAL, Deputy

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SAN DIEGO

Coordination Proceeding
Special Title (Rule 1550(b))

NATURAL GAS ANTI-TRUST CASES I, II,
III, & IV

[This Document Relates to The Southern
California Cases Only]

C.C.P. Nos. 4221, 4224, 4226 and 4228
*Coordination Trial Judge: Hon. Ronald S.
Prager*

CLASS ACTION

**[PROPOSED] FIRST ORDER REGARDING
PAYMENT SCHEDULE OF
CONSIDERATION PURSUANT TO
SETTLEMENT AGREEMENT**

On June 8, 2006, the parties appeared for the final approval of the class action settlement and for a hearing on Class Counsels' Application and Request for Reimbursement of Fees and Costs. All parties were represented by their respective attorneys of record. An opportunity to be heard was given to all persons requesting to be heard. The Court presided at the final approval and fairness hearing and at a hearing on Class Counsels' Application and Request for Reimbursement of Fees and Costs. The Court reviewed and considered all of the pleadings filed in connection therewith as well as all the presentations and evidence submitted at the hearing both in support of, and in opposition to, the Settlement and Request for Reimbursement of Fees and Costs.

On July 20, 2006 the Court entered its Judgment, Final Order and Decree Granting Final Approval to the Class Action Settlement with the Sempra Defendants and approving the reimbursement of Class Counsels' fees and costs in the amount of \$170 million.

1 The Court has reviewed the Settlement Agreement, in particular, Sections 4.1(a) and 8.3.
2 Section 4.1(a) deals specifically with the cash payments to be made by the Sempra Defendants.
3 Section 8.3 directs the Court to enter order(s) regarding the manner of distribution of payments to be
4 made from the Settlement Fund.

5 Having reviewed the Settlement Agreement, conferring with counsel who have stipulated to
6 the payment schedule as set forth below (other than paragraph No. 4 below concerning payments to
7 Class Counsel, about which Defendants take no position), and this matter having been fully
8 considered by the Court,

9 **IT IS HEREBY ADJUDGED, ORDERED AND DECREED** that:

10 1. On August 21, 2006, pursuant to Section 4.1(a)(iv) of the Settlement Agreement and
11 Stipulation of the parties, the first installment of \$83 million is to be paid via wire transfer by the
12 Sempra Defendants into the Settlement Fund and thereafter distributed to Class Counsel or their
13 designee subject to the Letter of Credit provisions of Section 8.3.

14 2. On August 21, 2007, pursuant to section 4.1(a)(iv) of the Settlement Agreement, the
15 second installment of \$83 million is to be paid via wire transfer by the Sempra Defendants into the
16 Settlement Fund and thereafter distributed to Class Counsel or their designee subject to the Letter of
17 Credit provisions of Section 8.3.

18 3. Pursuant to Section 4.1(a)(iii) of the Settlement Agreement, the Sempra Defendants are
19 required to pay an additional \$159.4 million, payable in eight equal installments, into the Settlement
20 Fund after the Closing. "Closing" is a defined term in the Settlement Agreement.

21 4. The Court further directs the payment of \$4.0 million to Class Counsel out of the first
22 installment payment made pursuant to Section 4.1(a)(iii) of the Settlement Agreement.

23 DATED: AUG 03 2006, 2006

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HONORABLE RONALD S. PRAGER

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